

SUBORDINATION AGREEMENT

The lien of that certain Deed of Trust dated December 13, 1996 executed and delivered by G. Roy Andrews and wife, Shirley B. Andrews to T. Harris Collier, III, Trustee for Trustmark National Bank of Olive Branch, Mississippi, beneficiary, recorded in the office of the Chancery Clerk of DeSoto County, Mississippi in Book 878, Page 762 securing an indebtedness in the sum of \$30,000.00 is hereby subordinated to that certain Deed of Trust from G. Roy Andrews and wife, Shirley B. Andrews to Bill R. McLaughlin and Anne B. Davenport, Trustees for Union Planters National Bank, beneficiary, securing an indebtedness in the sum of \$89,261.00 executed on October 27, 1997 and recorded in the office of the Chancery Clerk of DeSoto County, Mississippi in Book 946, Page 256 of the Deed of Trust Records. Said Deed of Trust is secured by the following described property.

Lot 17, Section B, Country Place Subdivision, situated in Section 19, Township 1 South, Range 6 West, City of Olive Branch, DeSoto County, Mississippi as per plat recorded in Plat Book 25, Page 3, Chancery Clerk's Office, DeSoto County, Mississippi.

WITNESS the signature of the authorized officer of the beneficiary, this the 3rd day of ~~November~~ October, 1997.

STATE MS.-DESOTO CO.
FILED

Nov 10 10 30 AM '97

BK 948 PG 98
W.E. DAVIS CH. CLK.

TRUSTMARK NATIONAL BANK

BY: Jim Davis

Jim Davis, NAME
Senior Vice President, TITLE

STATE OF MISSISSIPPI
COUNTY OF DESOTO

This day personally appeared before me, the undersigned authority in and for said county and State, within my jurisdiction, on this the 3rd day of ~~October~~ November, 1997, the within named Jim Davis, in his official capacity as Senior Vice President of Trustmark National Bank of Olive Branch, Mississippi, who acknowledged that he signed, sealed and delivered the above and foregoing instrument for the purposes therein mentioned, after having been first duly authorized so to do.

My Commission Expires March 9, 1999
NOTARY PUBLIC

MY COMMISSION EXPIRES:

PREPARED BY AND RETURN TO:

WOODS AND SNYDER, L.L.C.
P.O. BOX 456
OLIVE BRANCH, MS 38654
(601) 895-2996

F#97722 - G. ROY ANDREWS/UP